

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

D.N.J. LBR 2016-1, FEE APPLICATION COVER SHEET

IN RE: CHRISTOPHER & BANKS
CORPORATION, et al.¹

APPLICANT: Pachulski Stang Ziehl &
Jones LLP

CASE NO.: 21-10269 (ABA)

CLIENT: Official Committee of
Unsecured Creditors

CHAPTER: 11

CASE FILED: January 13, 2021

SECTION I
FEE SUMMARY

	<u>FEES</u>	<u>EXPENSES</u>
Total Previous Fee Requested:	\$0.00	\$0.00
Total Fees Allowed To Date:	\$0.00	\$0.00
Total Retainer (If Applicable):	\$0.00	\$0.00
Total Holdback to Date (If Applicable)	\$0.00	\$0.00

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: Christopher & Banks Corporation (5422), Christopher & Banks, Inc. (1237), and Christopher & Banks Company (2506). The Debtors' corporate headquarters is located at 2400 Xenium Lane North, Plymouth, Minnesota 55441.

NAME OF PROFESSIONAL	YEAR ADMITTED	TITLE/DEPARTMENT	HOURS	RATE	FEE
Feinstein, Robert J.	1982	Partner / Bankruptcy	19.50	\$1,395.00	\$27,202.50
Litvak, Maxim B.	1997	Partner / Bankruptcy	6.50	\$1,125.00	\$7,312.50
Labov, Paul J.	2002	Partner / Bankruptcy	2.60	\$1,095.00	\$2,847.00
Brandt, Gina F.	1976	Counsel / Bankruptcy	3.30	\$950.00	\$3,135.00
Robinson, Colin R.	2001	Counsel / Bankruptcy	12.10	\$925.00	\$11,192.50
Golden, Steven W.	2015	Associate / Bankruptcy	26.80	\$725.00	\$19,430.00
Canty, La Asia S.	N/A	Paralegal / Bankruptcy	8.60	\$460.00	\$3,956.00
Total Fees			79.40		\$75,075.50
Blended Rate				\$945.54	

FEE TOTALS - PAGE 2 **\$75,075.50**

DISBURSEMENTS TOTALS - PAGE 3 **\$ 245.24**

TOTAL FEE APPLICATION **\$75,320.74**

MINUS 20% HOLDBACK **\$15,015.10**

AMOUNT SOUGHT AT THIS TIME **\$60,305.64**

SECTION II - SUMMARY OF SERVICES

SERVICES RENDERED	HOURS	FEE
Asset Analysis/Recovery	0.30	\$418.50
Asset Disposition	16.10	\$15,651.50
Case Administration	4.80	\$3,903.50
Claims Admin/Objections	0.10	\$139.50
Financing	31.50	\$31,259.50
General Creditors Committee	13.80	\$11,257.00
Hearing	1.80	\$2,417.00
PSZ&J Retention	7.50	\$5,146.50
Retention of Professionals	3.50	\$4,882.50
TOTAL:	79.40	\$75,075.50

SECTION III - SUMMARY OF DISBURSEMENTS

	AMOUNT
Conference Call - Loop Up	\$158.42
Working Meals	\$86.82
TOTAL DISBURSEMENTS	\$ 245.24

I certify under penalty of perjury that the foregoing is true and correct.

Dated: March 29, 2021

/s/ Bradford J. Sandler
Bradford J. Sandler

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Bradford J. Sandler, Esq.

Robert J. Feinstein, Esq.

Paul J. Labov, Esq.

Steven W. Golden, Esq.

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and

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Dana P. Kane, Esq.

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Counsel to the Official Committee of Unsecured Creditors

In re:

CHRISTOPHER & BANKS CORPORATION, et al.,¹

Debtors.

Case No.: Case No. 21-10269 (ABA)

Chapter: 11

Judge: Andrew B. Altenburg, Jr.
Jointly Administered

**FIRST MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES
LLP FOR THE PERIOD OF JANUARY 27, 2021 THROUGH FEBRUARY 28, 2021**

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: Christopher & Banks Corporation (5422), Christopher & Banks, Inc. (1237), and Christopher & Banks Company (2506). The Debtors' corporate headquarters is located at 2400 Xenium Lane North, Plymouth, Minnesota 55441.

Name of applicant	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Effective Date of Retention	January 27, 2021
Period for Which Compensation and Reimbursement is Sought:	January 27, 2021 – February 28, 2021
Compensation Sought as Actual, Reasonable and Necessary for Statement Period	\$75,075.50
Reimbursement of Expenses Sought as Actual, Reasonable and Necessary During Statement Period	\$ 245.24
Objection Deadline	April 8, 2021
Amount Payable After Objection Deadline (80% of fees, 100% of expenses):	\$60,305.64

In accordance with the Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-3 and the Court’s *Administrative Fee Order Establishing Procedures for the Allowance and Payment of Interim Compensation and Reimbursement of Expenses of Professionals Retained by Order of this Court* entered on February 8, 2021 [Docket No. 190] (the “Administrative Order”), Pachulski Stang Ziehl & Jones LLP (“PSZ&J” or the “Firm”), counsel for the Official Committee of Unsecured Creditors of the above-captioned debtors and debtors in possession, submits this First Monthly fee statement (the “First Monthly Fee Statement”), seeking compensation for services rendered and reimbursement of expenses incurred for the period from January 27, 2021 through February 28, 2021 (the “Statement Period”). By this First Monthly Fee Statement, PSZJ seeks payment in the amount of \$60,305.64, which is comprised of (i) eighty percent (80%) of the total amount of compensation sought for actual and necessary services rendered during the Statement Period and (ii) reimbursement of one hundred percent (100%) of actual and necessary expenses incurred in connection with such services.

Annexed hereto are (i) a copy of PSZ&J's retention order as **Exhibit A** [Docket No. 302] and (ii) contemporaneously-maintained time and expense records for the services rendered during the Statement Period as **Exhibit B**.

TIME SUMMARY BY BILLING CATEGORY

For the Period of January 27, 2021 through February 28, 2021

SERVICES RENDERED	HOURS	FEE
Asset Analysis/Recovery	0.30	\$418.50
Asset Disposition	16.10	\$15,651.50
Case Administration	4.80	\$3,903.50
Claims Admin/Objections	0.10	\$139.50
Financing	31.50	\$31,259.50
General Creditors Committee	13.80	\$11,257.00
Hearing	1.80	\$2,417.00
PSZ&J Retention	7.50	\$5,146.50
Retention of Professionals	3.50	\$4,882.50
TOTAL:	79.40	\$75,075.50

TIME SUMMARY BY PROFESSIONAL

For the Period of January 27, 2021 through February 28, 2021

NAME OF PROFESSIONAL	YEAR ADMITTED	TITLE/DEPARTMENT	HOURS	RATE	FEE
Feinstein, Robert J.	1982	Partner / Bankruptcy	19.50	\$1,395.00	\$27,202.50
Litvak, Maxim B.	1997	Partner / Bankruptcy	6.50	\$1,125.00	\$7,312.50
Labov, Paul J.	2002	Partner / Bankruptcy	2.60	\$1,095.00	\$2,847.00
Brandt, Gina F.	1976	Counsel / Bankruptcy	3.30	\$950.00	\$3,135.00
Robinson, Colin R.	2001	Counsel / Bankruptcy	12.10	\$925.00	\$11,192.50
Golden, Steven W.	2015	Associate / Bankruptcy	26.80	\$725.00	\$19,430.00
Canty, La Asia S.	N/A	Paralegal / Bankruptcy	8.60	\$460.00	\$3,956.00
Total Fees			79.40		\$75,075.50
Blended Rate				\$945.54	

EXPENSE SUMMARY

For the Period of January 27, 2021 through February 28, 2021

	AMOUNT
Conference Call - Loop Up	\$158.42
Working Meals	\$86.82
TOTAL DISBURSEMENTS	\$ 245.24

DESCRIPTION OF SERVICES PERFORMED DURING THE STATEMENT PERIOD

During the Statement Period, the Firm, among other things:

- maintained and updated task lists and memorandum of critical dates;
- drafted memoranda to the Committee summarizing pleadings filed;
- participated on Committee calls regarding various case issues;
- reviewed and analyzed the bid procedures motion, asset purchase agreement, proposed bidding procedures, and exhibits, and conferred and corresponded with various parties regarding issues with respect to the same;
- revised the proposed bidding procedures, proposed order and revisions thereto, exhibits, and conferred and corresponded with various parties regarding the same;
- conferred and corresponded with parties regarding the Hilco bid and various issues with respect thereto;
- reviewed FTI's analysis of the sale motion, Hilco bid and bidding procedures, and conferred and corresponded with parties regarding the same;
- reviewed and analyzed the cash collateral motion, prepared a list of issues, and conferred and corresponded with parties regarding various issues with respect thereto;
- drafted an objection to the cash collateral motion;
- engaged in settlement discussions with respect to the final cash collateral order;
- reviewed and analyzed the Debtors' loan documents;
- coordinated lien searches, conducted review and analysis of same, and drafted a summary with respect thereto;
- prepared its retention application; and
- prepared for and participated in Court hearings.

NOTICE AND OBJECTION PROCEDURES

Notice of this First Monthly Fee Statement shall be given by email or hand or overnight delivery upon: (i) the Debtors , 2400 Xenium Lane North, Plymouth, Minnesota 55441 (Attention Keri L. Jones, President and CEO); (ii) counsel to the Debtors, Cole Schotz P.C., Court Plaza North, 25 Main Street, Hackensack, NJ (Attention: Michael D. Sirota, Esq., Felice Yudkin, Esq., Jacob S. Frumkin, Esq., Matteo W. Percontino, Esq., and Rebecca W. Hollander, Esq.); (iii) The Office of the United States Trustee for the District of New Jersey, One Newark Center, Suite 2100, Newark, NJ 07102 (Attention: Attn: Jeffrey M. Sponder, Esq. and Lauren Bielskie, Esq.); (iv) counsel for the Debtors' pre-petition secured lenders, Riemer & Braunstein LLP, Times Square Tower, Suite 2506, Seven Times Square, New York, New York 10036 (Attn: Steven E. Fox, Esq.); and (v) all parties that have requested to receive notice pursuant to Bankruptcy Rule 2002 (each a "Notice Party" and collectively, the "Notice Parties").

Objections to this First Monthly Fee Statement, if any, must be served upon the Notice Parties, and Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 34th Floor, New York, NY 10017, Attn: Bradford J. Sandler, Esq. and Robert J. Feinstein, no later than **April 12, 2021** (Prevailing Eastern Time) (the "Objection Deadline"), setting forth the nature of the objection and the specific amount of fees or expenses at issue. If no objections to this First Monthly Fee Statement are received by the Objection Deadline, the Debtors shall promptly pay PSZJ 80% of the fees and 100% of the expenses identified in this First Monthly Fee Statement.

RESERVATION OF RIGHTS

It is possible that some professional time expended or expenses incurred by PSZJ during the Statement Period are not reflected in this Application. PSZJ reserves the right to include such amounts in future fee applications.

Dated: March 29, 2021

/s/ Bradford J. Sandler

PACHULSKI STANG ZIEHL & JONES LLP

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Colin R. Robinson, Esq.

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dkane@kelleydrye.com

Counsel for the Official Committee of Unsecured Creditors

EXHIBIT A

PSZJ RETENTION ORDER



Order Filed on March 4, 2021
by Clerk
U.S. Bankruptcy Court
District of New Jersey

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

Caption in Compliance with D.N.J. LBR 9004-1(b)

Bradford J. Sandler, Esq.

Robert J. Feinstein, Esq.

Paul J. Labov, Esq.

Steven W. Golden, Esq.

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*Proposed Co-Counsel to the Official
Committee of Unsecured Creditors*

In re:

CHRISTOPHER & BANKS CORPORATION, *et al.*,¹
Debtors.

Case No.: 21-10269 (ABA)


Chapter: 11

Judge: Andrew B. Altenburg, Jr.
Jointly Administered

**ORDER AUTHORIZING AND APPROVING THE RETENTION OF
PACHULSKI STANG ZIEHL & JONES LLP AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS EFFECTIVE AS OF JANUARY 27, 2021**

The relief set forth on the following pages, numbered two (2) through and including three (3), is hereby **ORDERED**.

DATED: March 4, 2021


Honorable Andrew B. Altenburg, Jr.
United States Bankruptcy Court

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor's federal tax identification number, as applicable, are as follows: Christopher & Banks Corporation (5422), Christopher & Banks, Inc. (1237), and Christopher & Banks Company (2506). The Debtors' corporate headquarters is located at 2400 Xenium Lane North, Plymouth, Minnesota 55441.

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Debtors: Christopher & Banks Corp.
Case No.: 21-10269 (ABA)
Caption: Order Authorizing and Approving the Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of January 27, 2021

Upon consideration of the *Application for Order Pursuant to 11 U.S.C. §§ 328 and 1103, Fed. R. Bankr. P. 2014, and Local Rule 2014-1, Authorizing and Approving the Employment and Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of January 27, 2021* (the “Application”);² and upon consideration of the Declarations of Bradford J. Sandler and the Committee Chair filed in support of the Application; and the Court having jurisdiction to consider the Application and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334, and the Court having the power to enter a final order consistent with Article III of the United States Constitution; and this matter being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that the relief requested in the Application is in the best interests of the Debtors’ estates, its creditors and other parties-in-interest; and the Committee having provided adequate and appropriate notice of the Application under the circumstances; and after due deliberation and good and sufficient cause appearing therefor; and it appearing to the Court that the Application should be approved,

IT IS HEREBY ORDERED THAT:

1. The Application is GRANTED as set forth herein.
2. The Official Committee of Unsecured Creditors (the “Committee”) is hereby authorized to retain and employ PSZJ as counsel to the Committee effective as of January

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Application.

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Debtors: Christopher & Banks Corp.
Case No.: 21-10269 (ABA)
Caption: Order Authorizing and Approving the Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Effective as of January 27, 2021

27, 2021. PSZJ's address is: Pachulski Stang Ziehl & Jones LLP, 780 Third Avenue, 34th Floor, New York, New York 10017-2024.

3. PSZJ shall apply for compensation for professional services rendered and reimbursement of expenses incurred in connection with the Debtors' Cases in compliance with the applicable provisions of the Bankruptcy Code, including section 330 of the Bankruptcy Code, the Bankruptcy Rules, and any applicable procedures and orders of this Court.

4. PSZJ is authorized to render professional services to the Committee as described in the Application. PSZJ shall make reasonable efforts to avoid unnecessary duplication of services provided by any of the Committee's other retained professionals in these Cases.

5. PSZJ shall provide ten (10) business days' notice to the Debtors and the U.S. Trustee before any increases in the rates set forth in the Application or Sandler Declaration and shall file such notice with the Court.

6. The Committee and PSZJ are authorized and empowered to take all actions necessary to implement the relief granted in this Order.

7. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

8. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation of this Order.

EXHIBIT B

TIME AND EXPENSE DETAIL

Pachulski Stang Ziehl & Jones LLP

780 Third Avenue
34th Floor
New York, NY 10017

February 28, 2021

Invoice 127440

Client 14026

Matter 00002

BJS

Keri L. Jones
2400 Xenium Lane North
Plymouth , MN 55441

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 02/28/2021

FEES \$75,075.50

EXPENSES \$245.24

TOTAL CURRENT CHARGES **\$75,320.74**

TOTAL BALANCE DUE **\$75,320.74**

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
14026 -00002

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Invoice 127440
February 28, 2021

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
CRR	Robinson, Colin R.	Counsel	925.00	12.10	\$11,192.50
GFB	Brandt, Gina F.	Counsel	950.00	3.30	\$3,135.00
LSC	Canty, La Asia S.	Paralegal	460.00	8.60	\$3,956.00
MBL	Litvak, Maxim B.	Partner	1125.00	6.50	\$7,312.50
PJL	Labov, Paul John	Partner	1095.00	2.60	\$2,847.00
RJF	Feinstein, Robert J.	Partner	1395.00	19.50	\$27,202.50
SWG	Golden, Steven W.	Associate	725.00	26.80	\$19,430.00
				<hr/> 79.40	<hr/> \$75,075.50

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
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February 28, 2021

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	0.30	\$418.50
AD	Asset Disposition [B130]	16.10	\$15,651.50
CA	Case Administration [B110]	4.80	\$3,903.50
CO	Claims Admin/Objections[B310]	0.10	\$139.50
FN	Financing [B230]	31.50	\$31,259.50
GC	General Creditors Comm. [B150]	13.80	\$11,257.00
HE	Hearing	1.80	\$2,417.00
PR	PSZ&J Retention	7.50	\$5,146.50
RPO	Ret. of Prof./Other	3.50	\$4,882.50
		79.40	<hr/> \$75,075.50

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
14026 -00002

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Invoice 127440
February 28, 2021

Summary of Expenses

<u>Description</u>	<u>Amount</u>
Working Meals [E111]	\$86.82
Conference Call [E105]	\$158.42
	<hr/>
	\$245.24

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
02/01/2021	RJF	AA	Review emails regarding duty drawback.	0.20	1395.00	\$279.00
02/03/2021	RJF	AA	Review emails regarding duty drawbacks.	0.10	1395.00	\$139.50
				0.30		\$418.50
Asset Disposition [B130]						
01/28/2021	CRR	AD	Telephone call with B Sandler re: review of bid procedures;	0.20	925.00	\$185.00
01/28/2021	CRR	AD	Email to Debtors' counsel re: bid procedures deadline;	0.20	925.00	\$185.00
01/28/2021	CRR	AD	Initial review of sale, bid procedures motion, first day motion re: case background (1.5); and provide comments to bid procedures (1.1)	2.60	925.00	\$2,405.00
01/29/2021	CRR	AD	Prepare markup of bid procedures, order and email with B Sandler re: same;	3.80	925.00	\$3,515.00
01/29/2021	CRR	AD	Review APA and prepare summary of same;	0.90	925.00	\$832.50
01/29/2021	PJL	AD	Review and comment on bidding procedures.	0.80	1095.00	\$876.00
01/31/2021	RJF	AD	Call with FTI regarding sale process and cash collateral.	0.80	1395.00	\$1,116.00
01/31/2021	CRR	AD	Telephone call with PSZJ and FTI teams re bid procedures and cash collateral;	0.80	925.00	\$740.00
01/31/2021	CRR	AD	Telephone call with B Sandler re comments to bid procedures;	0.20	925.00	\$185.00
01/31/2021	CRR	AD	Review bid procedures and email to Debtors' counsel re same;	1.10	925.00	\$1,017.50
01/31/2021	CRR	AD	Review FTI analysis in connection with sale motion.	0.40	925.00	\$370.00
01/31/2021	SWG	AD	Prepare for and participate in call with PSZJ and FTI teams re: bid procedures motion.	1.00	725.00	\$725.00
01/31/2021	PJL	AD	Review FTI breakdown of Hilco Bid.	0.40	1095.00	\$438.00
01/31/2021	PJL	AD	Attend FTI call to discuss Hilco bid and bidding procedures.	0.80	1095.00	\$876.00
02/01/2021	RJF	AD	Telephone conference with Bradford J. Sandler regarding bid pro order, Hilco call.	0.30	1395.00	\$418.50
02/01/2021	CRR	AD	Review revised bid procedures order and email	0.50	925.00	\$462.50

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
14026 -00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			communication to Bradford J. Sandler regarding same			
02/01/2021	CRR	AD	Review further revised draft bid procedures order and email communication to debtors' counsel regarding same	0.50	925.00	\$462.50
02/01/2021	CRR	AD	Review FTI summary regarding landlords, leases	0.20	925.00	\$185.00
02/01/2021	PJL	AD	Review redlined Sale Procedures Order and Sale Procedures.	0.60	1095.00	\$657.00
				16.10		\$15,651.50

Case Administration [B110]

01/27/2021	RJF	CA	Internal emails regarding tasks and responsibilities.	0.30	1395.00	\$418.50
01/27/2021	RJF	CA	Kickoff call with Debtors' counsel regarding case issues.	0.60	1395.00	\$837.00
01/28/2021	SWG	CA	Call with P. Labov re: case administration matters.	0.20	725.00	\$145.00
01/28/2021	SWG	CA	Draft and send email to D. Kane re: case administration matters.	0.20	725.00	\$145.00
01/28/2021	LSC	CA	Update critical dates memo and WIP list.	0.50	460.00	\$230.00
01/30/2021	LSC	CA	Update critical dates memo and WIP list.	0.40	460.00	\$184.00
01/31/2021	LSC	CA	Update critical dates memo and WIP list.	0.10	460.00	\$46.00
02/01/2021	LSC	CA	Update critical dates memo and WIP list.	0.50	460.00	\$230.00
02/08/2021	LSC	CA	Update critical dates memo and WIP List.	0.50	460.00	\$230.00
02/19/2021	RJF	CA	Call with debtors' counsel regarding end-of-case issues.	0.50	1395.00	\$697.50
02/19/2021	RJF	CA	Telephone conference with Bradford J. Sandler regarding end-of-case issues.	0.30	1395.00	\$418.50
02/21/2021	LSC	CA	Update critical dates memo and WIP List.	0.70	460.00	\$322.00
				4.80		\$3,903.50

Claims Admin/Objections[B310]

02/19/2021	RJF	CO	Review 503(b)(9) analysis.	0.10	1395.00	\$139.50
				0.10		\$139.50

Pachulski Stang Ziehl & Jones LLP
Christopher & Banks O.C.C.
14026 -00002

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Financing [B230]						
01/28/2021	RJF	FN	Initial review of cash collateral motion order and issues list.	1.00	1395.00	\$1,395.00
01/28/2021	SWG	FN	Review cash collateral motion (.8); and draft issues list (2.1).	2.90	725.00	\$2,102.50
01/29/2021	SWG	FN	Exchange emails with FTI re: cash collateral.	0.20	725.00	\$145.00
01/30/2021	SWG	FN	Draft objection to cash collateral motion.	3.90	725.00	\$2,827.50
01/31/2021	SWG	FN	Edit cash collateral issues list.	0.80	725.00	\$580.00
01/31/2021	SWG	FN	Continue drafting objection to cash collateral motion.	3.10	725.00	\$2,247.50
01/31/2021	SWG	FN	Edit proposed final cash collateral order.	0.60	725.00	\$435.00
02/01/2021	RJF	FN	Emails regarding cash collateral negotiations.	0.30	1395.00	\$418.50
02/01/2021	SWG	FN	Edit proposed cash collateral order.	1.80	725.00	\$1,305.00
02/01/2021	SWG	FN	Call with FTI re: cash collateral fees and other issues.	0.40	725.00	\$290.00
02/01/2021	SWG	FN	Update cash collateral issues list.	0.20	725.00	\$145.00
02/01/2021	SWG	FN	Continue drafting objection to cash collateral motion.	1.10	725.00	\$797.50
02/02/2021	RJF	FN	Review and revise objection to cash collateral motion, issues list.	1.30	1395.00	\$1,813.50
02/02/2021	CRR	FN	Review draft cash collateral objection and email communication regarding same	0.50	925.00	\$462.50
02/02/2021	SWG	FN	Continue drafting objection to use of cash collateral.	0.20	725.00	\$145.00
02/02/2021	SWG	FN	Call with R. Feinstein re: cash collateral objection.	0.20	725.00	\$145.00
02/02/2021	SWG	FN	Call with FTI re: cash collateral objection.	0.20	725.00	\$145.00
02/02/2021	SWG	FN	Call with FTI re: cash collateral issues.	0.40	725.00	\$290.00
02/03/2021	RJF	FN	Prepare for call with Hilco regarding cash collateral.	0.50	1395.00	\$697.50
02/03/2021	RJF	FN	Call with Hilco's counsel regarding cash collateral.	0.70	1395.00	\$976.50
02/04/2021	RJF	FN	Review FTI budget analysis, related emails.	0.30	1395.00	\$418.50
02/04/2021	RJF	FN	Review Hilco response to cash collateral issues list.	0.20	1395.00	\$279.00
02/04/2021	RJF	FN	Call with Bradford J. Sandler regarding Hilco	0.30	1395.00	\$418.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			response.			
02/05/2021	MBL	FN	Initial review of loan documents and background.	0.50	1125.00	\$562.50
02/05/2021	RJF	FN	Emails regarding revised order filed on docket.	0.30	1395.00	\$418.50
02/06/2021	RJF	FN	Initial review of lenders' redraft of cash collateral order and related emails.	0.80	1395.00	\$1,116.00
02/06/2021	RJF	FN	Telephone conference with Bradford J. Sandler regarding cash collateral issues.	0.30	1395.00	\$418.50
02/07/2021	RJF	FN	Negotiate final cash collateral order, including exchange of multiple drafts, emails with debtor and Hilco's counsel.	2.30	1395.00	\$3,208.50
02/07/2021	RJF	FN	Telephone conference with Bradford J. Sandler regarding cash collateral issues.	0.20	1395.00	\$279.00
02/08/2021	RJF	FN	Telephone conference with T. McGrath at FTI regarding cash collateral order.	0.10	1395.00	\$139.50
02/12/2021	MBL	FN	Review background pleadings and applicable loan documents (.8); begin lien review (.9).	1.50	1125.00	\$1,687.50
02/18/2021	MBL	FN	Continue analysis of loan documents; conduct lien review.	2.50	1125.00	\$2,812.50
02/18/2021	MBL	FN	Draft summary of lien review analysis for team.	0.70	1125.00	\$787.50
02/18/2021	MBL	FN	Review BK schedules for purposes of lien review.	0.90	1125.00	\$1,012.50
02/18/2021	MBL	FN	Review UCC search results.	0.30	1125.00	\$337.50
				31.50		\$31,259.50

General Creditors Comm. [B150]

01/27/2021	RJF	GC	Coordination call with Kelly Drye, PSZJ teams.	0.30	1395.00	\$418.50
01/27/2021	SWG	GC	Draft Committee bylaws.	0.30	725.00	\$217.50
01/27/2021	SWG	GC	Prepare for and participate in Committee call.	2.80	725.00	\$2,030.00
01/27/2021	SWG	GC	Attend to creation of Committee email lists.	0.20	725.00	\$145.00
01/28/2021	SWG	GC	Draft memorandum summarizing first day motions for Committee.	0.80	725.00	\$580.00
01/28/2021	LSC	GC	Update contact list.	0.60	460.00	\$276.00
01/29/2021	LSC	GC	Further update contact list.	0.90	460.00	\$414.00
02/01/2021	SWG	GC	Participate in Committee call.	1.10	725.00	\$797.50

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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
02/01/2021	RJF	GC	Prepare for and participate on telephonic committee meeting.	1.30	1395.00	\$1,813.50
02/05/2021	MBL	GC	Review committee update re potential Hilco settlement.	0.10	1125.00	\$112.50
02/08/2021	SWG	GC	Participate in weekly Committee call.	0.80	725.00	\$580.00
02/08/2021	RJF	GC	Telephone conference with Bradford J. Sandler regarding committee agenda.	0.20	1395.00	\$279.00
02/08/2021	RJF	GC	Participate in telephonic committee meeting.	0.80	1395.00	\$1,116.00
02/12/2021	SWG	GC	Draft weekly pleading summary memorandum for Committee.	0.30	725.00	\$217.50
02/12/2021	LSC	GC	Prepare draft weekly memo for S. Golden.	0.50	460.00	\$230.00
02/22/2021	SWG	GC	Participate in weekly Committee call.	2.80	725.00	\$2,030.00
				13.80		\$11,257.00

Hearing

02/01/2021	CRR	HE	Review email communication regarding critical dates, bid procedures hearing; review draft critical dates	0.20	925.00	\$185.00
02/08/2021	RJF	HE	Prepare for omnibus hearing.	0.40	1395.00	\$558.00
02/08/2021	RJF	HE	Attend omnibus hearing on cash collateral and other matters.	1.20	1395.00	\$1,674.00
				1.80		\$2,417.00

PSZ&J Retention

01/28/2021	GFB	PR	Review and analyze conflicts data in connection with PSZJ retention	1.30	950.00	\$1,235.00
02/04/2021	GFB	PR	Review and analyze conflicts data in connection with PSZJ retention	1.00	950.00	\$950.00
02/05/2021	GFB	PR	Review and analyze conflicts data in connection with PSZJ retention	0.50	950.00	\$475.00
02/08/2021	LSC	PR	Draft PSZJ retention application and attachments.	3.90	460.00	\$1,794.00
02/09/2021	SWG	PR	Edit PSZJ retention application.	0.30	725.00	\$217.50
02/10/2021	GFB	PR	Review and analyze conflicts data in connection with PSZJ retention	0.50	950.00	\$475.00

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				7.50		\$5,146.50
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Ret. of Prof./Other

01/27/2021	RJF	RPO	Review Financial Advisor pitch books.	0.70	1395.00	\$976.50
01/27/2021	RJF	RPO	Interview Financial Advisor candidates.	2.80	1395.00	\$3,906.00
				3.50		\$4,882.50

TOTAL SERVICES FOR THIS MATTER: **\$75,075.50**

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Expenses

01/27/2021	BM	Business Meal [E111] DoorDash, Yong Kang, Working Meal, SWG	86.82
01/27/2021	CC	Conference Call [E105] Loop Up Conference Call, BJS	158.42
Total Expenses for this Matter			\$245.24

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REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 02/28/2021

Total Fees \$75,075.50

Total Expenses 245.24

Total Due on Current Invoice \$75,320.74

Outstanding Balance from prior invoices as of 02/28/2021 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
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Total Amount Due on Current and Prior Invoices:	\$75,320.74
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